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SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SEC  
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**ANNUAL AUDITED REPORT**

**FORM X-17A-5** FEB 23 2016  
**PART III**

SEC FILE NUMBER
8-12173

Washington DC

FACING PAGE 416

**Information Required of Brokers and Dealers Pursuant to Section 17 of the Securities Exchange Act of 1934 and Rule 17a-5 Thereunder**

RMS

REPORT FOR THE PERIOD BEGINNING 10/01/2014 AND ENDING 12/31/2015  
MM/DD/YY MM/DD/YY

**A. REGISTRANT IDENTIFICATION**

NAME OF BROKER-DEALER: Burke Lawton Brewer & Burke, LLC

OFFICIAL USE ONLY
FIRM I.D. NO.

ADDRESS OF PRINCIPAL PLACE OF BUSINESS: (Do not use P.O. Box No.)

516 North Bethlehem Pike

(No. and Street)

Ambler

PA

19002

(City)

(State)

(Zip Code)

NAME AND TELEPHONE NUMBER OF PERSON TO CONTACT IN REGARD TO THIS REPORT

W. Dean Karrash

(215) 643-9100

(Area Code - Telephone Number)

**B. ACCOUNTANT IDENTIFICATION**

INDEPENDENT PUBLIC ACCOUNTANT whose opinion is contained in this Report\*

Kreischer Miller

(Name - if individual, state last, first, middle name)

100 Witmer Road, Suite 350

Horsham

PA

19044

(Address)

(City)

(State)

(Zip Code)

CHECK ONE:

- Certified Public Accountant
- Public Accountant
- Accountant not resident in United States or any of its possessions.

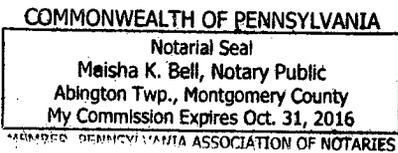
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\*Claims for exemption from the requirement that the annual report be covered by the opinion of an independent public accountant must be supported by a statement of facts and circumstances relied on as the basis for the exemption. See Section 240.17a-5(e)(2)

AK

OATH OR AFFIRMATION

I, W. Dean Karrash, swear (or affirm) that, to the best of my knowledge and belief the accompanying financial statement and supporting schedules pertaining to the firm of Burke, Lawton, Brewer & Burke, LLC, as of December 31, 2015, are true and correct. I further swear (or affirm) that neither the company nor any partner, proprietor, principal officer or director has any proprietary interest in any account classified solely as that of a customer, except as follows:



W. Dean Karrash  
Signature  
Chief Financial Officer  
Title

Meisha K. Bell  
Notary Public

This report \*\* contains (check all applicable boxes):

- (a) Facing Page.
- (b) Statement of Financial Condition.
- (c) Statement of Income (Loss).
- (d) Statement of Changes in Financial Condition.
- (e) Statement of Changes in Stockholders' Equity or Partners' or Sole Proprietors' Capital.
- (f) Statement of Changes in Liabilities Subordinated to Claims of Creditors.
- (g) Computation of Net Capital.
- (h) Computation for Determination of Reserve Requirements Pursuant to Rule 15c3-3.
- (i) Information Relating to the Possession or Control Requirements Under Rule 15c3-3.
- (j) A Reconciliation, including appropriate explanation of the Computation of Net Capital Under Rule 15c3-1 and the Computation for Determination of the Reserve Requirements Under Exhibit A of Rule 15c3-3.
- (k) A Reconciliation between the audited and unaudited Statements of Financial Condition with respect to methods of consolidation.
- (l) An Oath or Affirmation.
- (m) A copy of the SIPC Supplemental Report.
- (n) A report describing any material inadequacies found to exist or found to have existed since the date of the previous audit.

\*\*For conditions of confidential treatment of certain portions of this filing, see section 240.17a-5(e)(3).

Burke, Lawton, Brewer & Burke, LLC  
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December 31, 2015

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Report of Independent Registered Public Accounting Firm

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Financial Statements

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Supplementary Information

Computation of Net Capital under Rule 15c3-1 of the Securities  
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Information Relating to the Possession or Control Requirements under  
Rule 15c3-3 of the Securities and Exchange Commission as of December 31, 2015

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Report of Independent Registered Public Accounting Firm

Statement pursuant to Securities and Exchange Act of 1934 Rule 17a-5

Independent Accountants' Agreed-Upon Procedures Report on Schedule of  
Assessment and Payments (Form SIPC-7)

## Report of Independent Registered Public Accounting Firm

### The Member

Burke, Lawton, Brewer & Burke, LLC  
Spring House, Pennsylvania

We have audited the accompanying financial statements of Burke, Lawton, Brewer & Burke, LLC which comprise the statement of financial condition as of December 31, 2015, and the related statements of operations, changes in member's equity, and cash flows for the fifteen month period then ended. These financial statements are the responsibility of Burke, Lawton, Brewer & Burke, LLC's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the financial condition of Burke, Lawton, Brewer & Burke, LLC as of December 31, 2015, and the results of its operations and its cash flows for the fifteen month period then ended in accordance with accounting principles generally accepted in the United States of America.

The supplementary information on Schedules I and II has been subjected to audit procedures performed in conjunction with the audit of Burke, Lawton, Brewer & Burke, LLC's financial statements. The supplemental information is the responsibility of Burke, Lawton, Brewer & Burke, LLC's management. Our audit procedures included determining whether the supplemental information reconciles to the financial statements or the underlying accounting and other records, as applicable and performing procedures to test the completeness and accuracy of the information presented in the supplemental information. In forming our opinion on the supplemental information, we evaluated whether the supplemental information, including its form and content, is presented in conformity with Rule 17a-5 of the Securities Exchange Act of 1934. In our opinion, the supplemental information on Schedules I and II is fairly stated, in all material respects, in relation to the financial statements as a whole.

*Kreischer Miller*

Horsham, Pennsylvania  
February 22, 2016

Burke, Lawton, Brewer & Burke, LLC  
Statement of Financial Condition  
December 31, 2015

Assets

Cash and cash equivalents	\$1,281,662
Deposit with clearing organization	25,000
Receivable from clearing organization	50,433
Prepaid expenses	64,074
Marketable securities owned, at fair value	30
Property and equipment, less accumulated depreciation of \$182,416	<u>59,501</u>
Total assets	<u><u>\$1,480,700</u></u>

Liabilities and Member's Equity

Accounts payable and accrued expenses	\$844,551
Member's Equity	<u>636,149</u>
Total liabilities and member's equity	<u><u>\$1,480,700</u></u>

The accompanying notes are an integral part of these financial statements.

Burke, Lawton, Brewer & Burke, LLC  
Statement of Changes in Member's Equity  
For the Fifteen Month Period Ended December 31, 2015

Member's equity, October 1, 2014	\$ 579,669
Net income	<u>56,480</u>
Member's equity, December 31, 2015	<u><u>\$636,149</u></u>

The accompanying notes are an integral part of these financial statements.

Burke, Lawton, Brewer & Burke, LLC  
Notes to Financial Statements  
December 31, 2015

Note 1. Nature of Business

Burke, Lawton, Brewer & Burke, LLC ("the Firm") is a registered broker-dealer with the Securities and Exchange Commission ("SEC") and is a registered broker-dealer with the Financial Industry Regulatory Authority ("FINRA").

The Firm and BLB&B Advisors, LLC (the "Advisor") are both wholly owned subsidiaries of BLB&B Holdings, LLC ("Holdings" or "the Parent"). BLB&B Advisors, LLC (the "Advisor") is affiliated with the Firm and is a registered investment advisor with the SEC pursuant to the Investment Advisors Act of 1940.

The Firm operates under the provisions of Paragraph (k)(2)(ii) of Rule 15c3-3 of the Securities Exchange Act of 1934 and, accordingly, is exempt from the remaining provisions of that Rule. The Firm executes and clears its customer securities transactions on a fully disclosed basis with a single clearing broker. The clearing broker carries all of the accounts of the customers and maintains and preserves all related books and records as are customarily kept by a clearing broker.

The Firm, like other broker-dealers, is directly affected by general economic and market conditions, including fluctuations in volume and price level of securities, and changes in interest rates and securities brokerage services, all which have an impact on the Firm's liquidity.

In 2015, the Firm changed its audited year end date from September 30 to December 31. Accordingly, these financial statements have been prepared for the 15 month period ended December 31, 2015. The change has been made so that the Firm's accounting year is the same as that of the Parent.

Note 2. Significant Accounting Policies

The preparation of financial statements in conformity with generally accepted accounting principles requires management to make estimates and assumptions that affect certain reported amounts and disclosures. Accordingly, actual results may differ from those estimates.

For the purposes of the statement of cash flows, the Firm has defined cash and cash equivalents as highly liquid investments, with original maturities of less than ninety days, that are not held for sale in the ordinary course of business.

Securities transactions are recorded on a trade date basis. Interest and dividends are recorded as earned.

Commission revenue and related clearing expenses are recorded on a trade date basis as securities transactions occur.

Marketable securities are valued at fair value. The resulting difference between cost and fair value is included in net income.

The Firm expenses promotional costs when incurred. Total promotional expenses for the period ended December 31, 2015 was \$41,022.

Other operating expenses of \$438,539 for the period ended December 31, 2015 were primarily made up of \$202,062 of professional services, \$128,085 of research expenses and \$62,737 of general office expenses.

Property and equipment are stated at cost. Expenditures for maintenance and repairs are charged against operations. Depreciation is computed on a straight-line basis over the estimated useful lives of the assets (three to fifteen years).

Property and equipment consists of the following at December 31, 2015:

Property	\$43,173
Equipment	\$198,744
	<u>\$241,917</u>
Accumulated Depreciation	<u>(\$182,416)</u>
	<u>\$59,501</u>

Burke, Lawton, Brewer & Burke, LLC  
Notes to Financial Statements  
December 31, 2015

Note 7.

Income Tax

FASB ASC 740, Income Taxes, is the authoritative pronouncement on accounting for and reporting income tax liabilities and expense. FASB ASC 740 prescribes a more-likely-than-not recognition threshold and measurement attribute for the financial statement recognition and measurement of a tax position taken or expected to be taken. In addition, FASB ASC 740 provides guidance on derecognition, classification and disclosure.

The Firm is not a taxable entity for federal and state income tax purposes. Accordingly, the Firm reports their share of income or loss with the Parent's federal and state tax return. As of December 31, 2015, the 2012 to 2015 tax years are subject to examination by the Internal Revenue Service and generally to state examination. It is difficult to predict the final timing and resolution of any particular uncertain tax position. Based on management's assessment of many factors, including past experience and complex judgments about future events, management does not currently anticipate significant significant changes in its uncertain tax positions over the next 12 months.

Note 8.

Net Capital and Reserve Requirements

The Firm is subject to the Securities and Exchange Commission's Uniform Net Capital Rule (Rule 15c3-1), which requires the maintenance of minimum net capital and requires that the ratio of aggregate indebtedness to net capital, both as defined, shall not exceed 15 to 1. At December 31, 2015, the Firm had net capital of \$512,541, which was \$262,541 in excess of its required net capital of \$250,000. The Firm's ratio of aggregate indebtedness to net capital was 1.62 to 1.

The operation of the Firm does not include the physical handling of securities or the maintenance of open customer accounts. Accordingly, the Firm is exempt from the reserve provisions of Rule 15c3-3 under the exemption allowed by paragraph (k)(2)(ii) of such Rule.

Note 9.

Concentration of Credit Risk

Financial instruments that potentially expose the Firm to concentrations of credit risk consist principally of cash and cash equivalents and receivable balances. The Firm principally utilizes banks and the clearing broker to maintain its operating cash accounts and temporary cash investments. At certain times, such balances may be in excess of the FDIC and SIPC insurance limits. The Firm provides services to its customers under contractual arrangements. The Firm records reserves at levels considered by management to be adequate to absorb estimates of probable future losses (uncollectable accounts) existing at the consolidated statement of financial condition date. These reserves are based on estimates, and ultimate losses may differ from these estimates. At December 31, 2015, there was no reserve for uncollectable receivables.

The Firm is engaged in various trading and brokerage activities in which its counterparties primarily include broker-dealers, banks, and other financial institutions. In the event the counterparties do not fulfill their obligations, the Firm may be exposed to risk of default. The risk of default depends on the creditworthiness of the counterparty or issuer of the instrument.

SUPPLEMENTARY INFORMATION

## Schedule I

Burke, Lawton, Brewer & Burke, LLC  
 Computation of Net Capital Under Rule 15c3-1 of the  
 Securities and Exchange Commission  
 as of December 31, 2015

Net Capital		
Total member's equity		\$636,149
Deductions and/or charges		
Non-allowable assets		
Property and equipment	\$59,501	
Prepaid expenses	<u>64,077</u>	<u>123,578</u>
Net capital before haircuts on securities positions		<u>512,571</u>
Less: Securities haircut pursuant to Rule 15c 3-1		
Other		<u>30</u>
Net capital as reported on the Firm's FOCUS Report-Part IIA		<u><u>\$512,541</u></u>
Aggregate Indebtedness		
Items included in statement of financial condition		
Accounts payable and accrued expenses		<u>\$835,051</u>
Total aggregate indebtedness		<u><u>\$835,051</u></u>
Computation of basic net capital requirement		
Minimum net capital required (based on 6 2/3% of \$835,051)		55,670
Minimum dollar required of reporting broker or dealer		250,000
Net capital requirement		<u><u>\$250,000</u></u>
Net capital in excess of minimum required		<u><u>\$262,541</u></u>
Percentage of aggregate indebtedness to net capital		<u><u>162.92%</u></u>

## Statement pursuant to paragraph (d) (4) of Rule 17a-J: Reconciliation of FOCUS Report

No material differences exist between the proceeding computations and the computation by Burke, Lawton, Brewer & Burke, LLC in Part II-A of the FOCUS Report on Form X-17a-5 at December 31, 2015.

## Report of Independent Registered Public Accounting Firm

The Member

Burke, Lawton, Brewer & Burke, LLC  
Spring House, Pennsylvania

We have reviewed management's statements, included in the accompanying Statement Pursuant to Securities and Exchange Act of 1934 Rule 17a-5, in which (1) Burke, Lawton, Brewer & Burke, LLC, identified the following provisions of 17 C.F.R. §15c3-3(k) under which Burke, Lawton, Brewer & Burke, LLC claimed an exemption from 17 C.F.R. §240.15c3-3(k)(2)(ii) (the "exemption provisions") and (2) Burke, Lawton, Brewer & Burke, LLC stated that Burke, Lawton, Brewer & Burke, LLC met the identified exemption provisions for the period October 1, 2014 through December 31, 2015 without exception. Burke, Lawton, Brewer & Burke, LLC's management is responsible for compliance with the exemption provisions and its statements.

Our review was conducted in accordance with the standards of the Public Company Accounting Oversight Board (United States) and, accordingly, included inquiries and other required procedures to obtain evidence about Burke, Lawton, Brewer & Burke, LLC's compliance with the exemption provisions. A review is substantially less in scope than an examination, the objective of which is the expression of an opinion on management's statements. Accordingly, we do not express such an opinion.

Based on our review, we are not aware of any material modifications that should be made to management's statements referred to above for them to be fairly stated, in all material respects, based on the provisions set forth in paragraph (k)(2)(ii) of Rule 15c3-3 under the Securities Exchange Act of 1934.



Horsham, Pennsylvania  
February 22, 2016



Burke Lawton Brewer & Burke  
FINANCIAL ADVISORS

Statement pursuant to Securities and Exchange Act of 1934 Rule 17a-5

Burke, Lawton, Brewer & Burke, LLC clears all customer transactions through another broker-dealer on a fully disclosed basis pursuant to SEC Rule 15c3-3(k)(2)(ii).

Burke, Lawton, Brewer & Burke, LLC met the identified exemption provisions throughout the most recent fiscal year without exception.

Signed:

William D. Karrash

2/17/16

William D. Karrash  
Chief Financial Officer

Date

SINCE 1964

www.BLBB.com  
215.643.9100

Mailing address  
P.O. Box 950, Spring House, PA 19477

Street address  
516 North Bethlehem Pike, Ambler, PA 19002

Securities offered through Burke, Lawton, Brewer & Burke, LLC, member FINRA, SIPC • Investment advisory services provided by BLB&B Advisors, LLC

## **Independent Accountants' Agreed-Upon Procedures Report on Schedule of Assessment and Payments (Form SIPC-7)**

### **The Member**

Burke, Lawton, Brewer & Burke, LLC  
Spring House, Pennsylvania

In accordance with Rule 17a-5(e)(4) under the Securities Exchange Act of 1934, we have performed the procedures enumerated below with respect to the accompanying General Assessment Reconciliation (Form SIPC-7) to the Securities Investor Protection Corporation (SIPC) for the fifteen month period ended December 31, 2015, which were agreed to by Burke, Lawton, Brewer & Burke, LLC (the Company), and the Securities and Exchange Commission, Financial Industry Regulatory Authority, Inc., and SIPC, solely to assist you and the other specified parties in evaluating the Company's compliance with the applicable instructions of Form SIPC-7. The Company's management is responsible for the Company's compliance with those requirements. This agreed-upon procedures engagement was conducted in accordance with attestation standards established by the Public Company Accounting Oversight Board (United States). The sufficiency of these procedures is solely the responsibility of those parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedures described below either for the purpose for which this report has been requested or for any other purpose. The procedures we performed and our findings are as follows:

- 1) Compared the listed assessment payments in Form SIPC-7 with respective cash disbursement records entries, noting no differences;
- 2) Compared the amounts reported on the audited Form X-17A-5 for the fifteen month period ended December 31, 2015, as applicable, with the amounts reported in Form SIPC-7 for the fifteen month period ended December 31, 2015, noting no differences;
- 3) Compared any adjustments reported in Form SIPC-7 with supporting schedules and working papers, noting no differences;
- 4) Proved the arithmetical accuracy of the calculations reflected in Form SIPC-7 and in the related schedules and working papers supporting the adjustments noting no differences; and
- 5) Compared the amount of any overpayment applied to the current assessment with the Form SIPC-7 on which it was originally computed, noting no differences (if applicable).

We were not engaged to, and did not conduct an examination, the objective of which would be the expression of an opinion on compliance. Accordingly, we do not express such an opinion. Had we performed additional procedures, other matters might have come to our attention that would have been reported to you.

This report is intended solely for the information and use of the specified parties listed above and is not intended to be and should not be used by anyone other than these specified parties.

*Kreischer Miller*

Horsham, Pennsylvania  
February 22, 2016

**SIPC-7**

(33-REV 7/10)

SECURITIES INVESTOR PROTECTION CORPORATION  
P.O. Box 92185 Washington, D.C. 20090-2185  
202-371-8300

**General Assessment Reconciliation**

**SIPC-7**

(33-REV 7/10)

For the fiscal year ended 12/31/2015

(Read carefully the instructions in your Working Copy before completing this Form)

**TO BE FILED BY ALL SIPC MEMBERS WITH FISCAL YEAR ENDINGS**

1. Name of Member, address, Designated Examining Authority, 1934 Act registration no. and month in which fiscal year ends for purposes of the audit requirement of SEC Rule 17a-5:

15\*15\*\*\*\*\*1751\*\*\*\*\*MIXED AADC 220  
012173 FINRA DEC  
BURKE LAWTON BREWER & BURKE LLC  
PO BOX 950 C  
SPRING HOUSE PA 19477

Note: If any of the information shown on the mailing label requires correction, please e-mail any corrections to form@sipc.org and so indicate on the form filed.

Name and telephone number of person to contact respecting this form.

2. A. General Assessment (item 2e from page 2)	\$ 2,200.85
B. Less payment made with SIPC-6 filed (exclude interest)	( 1,357.71 )
<u>4/20/15 &amp; 7/13/15</u>	
Date Paid	
C. Less prior overpayment applied	( 0 )
D. Assessment balance due or (overpayment)	843.14
E. Interest computed on late payment (see instruction E) for _____ days at 20% per annum	0
F. Total assessment balance and interest due (or overpayment carried forward)	\$ 843.14
G. PAID WITH THIS FORM:	
Check enclosed, payable to SIPC	
Total (must be same as F above)	\$ 843.14
H. Overpayment carried forward	\$( _____ )

3. Subsidiaries (S) and predecessors (P) included in this form (give name and 1934 Act registration number):

The SIPC member submitting this form and the person by whom it is executed represent thereby that all information contained herein is true, correct and complete.

**Burke, Lawton, Brewer & Burke, LLC**

(Name of Corporation, Partnership or other organization)

*Wm D. Kancah*

(Authorized Signature)

**Chief Financial Officer**

(Title)

Dated the 29 day of January, 20 16

This form and the assessment payment is due 60 days after the end of the fiscal year. Retain the Working Copy of this form for a period of not less than 6 years, the latest 2 years in an easily accessible place.

**SIPC REVIEWER** Dates:            Postmarked            Received            Reviewed           

Calculations            Documentation            Forward Copy           

Exceptions: \_\_\_\_\_

Disposition of exceptions: \_\_\_\_\_

**DETERMINATION OF "SIPC NET OPERATING REVENUES"  
AND GENERAL ASSESSMENT**

Amounts for the fiscal period  
beginning 1/1/2015  
and ending 12/31/2015

Item No.

Eliminate cents

2a. Total revenue (FOCUS Line 12/Part IIA Line 9, Code 4030)

\$ 8,425,299

2b. Additions:

(1) Total revenues from the securities business of subsidiaries (except foreign subsidiaries) and predecessors not included above.

(2) Net loss from principal transactions in securities in trading accounts.

(3) Net loss from principal transactions in commodities in trading accounts.

(4) Interest and dividend expense deducted in determining item 2a.

(5) Net loss from management of or participation in the underwriting or distribution of securities.

(6) Expenses other than advertising, printing, registration fees and legal fees deducted in determining net profit from management of or participation in underwriting or distribution of securities.

(7) Net loss from securities in investment accounts.

Total additions

8,425,229

2c. Deductions:

(1) Revenues from the distribution of shares of a registered open end investment company or unit investment trust, from the sale of variable annuities, from the business of insurance, from investment advisory services rendered to registered investment companies or insurance company separate accounts, and from transactions in security futures products.

47,284

(2) Revenues from commodity transactions.

(3) Commissions, floor brokerage and clearance paid to other SIPC members in connection with securities transactions.

180,581

(4) Reimbursements for postage in connection with proxy solicitation.

(5) Net gain from securities in investment accounts.

33,184

(6) 100% of commissions and markups earned from transactions in (i) certificates of deposit and (ii) Treasury bills, bankers acceptances or commercial paper that mature nine months or less from issuance date.

(7) Direct expenses of printing advertising and legal fees incurred in connection with other revenue related to the securities business (revenue defined by Section 16(9)(L) of the Act).

(8) Other revenue not related either directly or indirectly to the securities business.  
(See Instruction C):

**Fees for Acct. Supervision, Investment Adv. & Admin Svc.**

7,283,839

(Deductions in excess of \$100,000 require documentation)

(9) (i) Total interest and dividend expense (FOCUS Line 22/PART IIA Line 13, Code 4075 plus line 2b(4) above) but not in excess of total interest and dividend income.

\$ \_\_\_\_\_

(ii) 40% of margin interest earned on customers securities accounts (40% of FOCUS line 5, Code 3960).

\$ \_\_\_\_\_

Enter the greater of line (i) or (ii)

Total deductions

7,544,888

2d. SIPC Net Operating Revenues

\$ 830,341

2e. General Assessment @ .0025

\$ 2,200.85

(to page 1, line 2.A.)